

RECORDATION NO. 25866 FILED

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.

SUITE 301
WASHINGTON, D.C.
20036

(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

SEP 29 '05 1-30 PM

SURFACE TRANSPORTATION BOARD

OF COUNSEL
URBAN A. LESTER

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

September 29, 2005

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease, dated as of March 23, 2005, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor:	The Andersons, Inc. 480 West Dussel Drive Maumee, Ohio 43537
Lessee:	OmniSouce Corporation 1610 North Calhoun Street Fort Wayne, Indiana 46808

Mr. Vernon A. Williams
September 29, 2005
Page 2

A description of the railroad equipment covered by the enclosed document is:

107 gondola cars within the series AEX 002001 - AEX 002141 as more particularly set forth in the equipment schedule attached to the document.

A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$33.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/anm
Enclosures

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE

WITNESSETH

This Memorandum of Lease is entered into as of the 23rd day of March, 2005, by and between The Andersons, Inc., an Ohio corporation, having its principal place of business at 480 W. Dussel Drive, Maumee, OH 43537 (hereinafter "Lessor") and OmniSource Corporation, an Indiana corporation, having its principal place of business at 1610 North Calhoun Street, Fort Wayne, Indiana 46808 (hereinafter "Lessee").

1. Lessor and Lessee are parties to that certain Full Service Lease Agreement dated August 15, 2003 (the "Master Lease"), and Deal #R00697 dated as of March 23, 2005 (the "Assigned Schedule"), whereby Lessor leases to Lessee one hundred and six (106) railcars bearing railroad reporting marks as noted on attached Exhibit "A" (collectively, the "Railcars") for the term of sixty (60) months starting October 1, 2005.
2. The parties desire to execute this Memorandum for purposes of memorializing of record the Lease Agreement and Schedule contemplated hereby.
3. This Memorandum of Lease may be executed in any number of counterparts, each executed counterpart constituting an original but altogether only one and the same Memorandum of Lease.

[Signature Pages to Follow]

IN WITNESS WHEREOF, the parties have executed this Memorandum of Lease as of the day and year first written above.

LESSEE:

OMNISOURCE CORPORATION

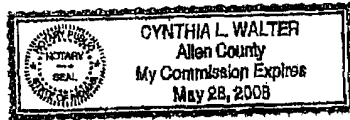
By: Phillip R. Bedwell

Title: Director of Rail & Barge Transportation
3-3-05

STATE OF Indiana)

COUNTY OF Allen) SS:

The foregoing instrument was acknowledged before me this 3rd day of March, 2005, by Phillip R. Bedwell, the Dir. & Rail & Barge of OmniSource Corporation, an Indiana corporation, on behalf of the corporation.



Cynthia L. Walter
Notary Public

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LESSOR:

THE ANDERSONS, INC.

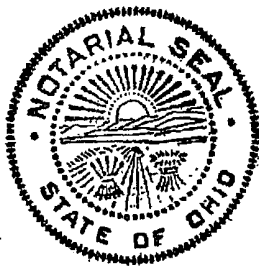
By: Rasesh H. Shah

Title: President, Rail Group

STATE OF OHIO)

COUNTY OF LUCAS) SS:

The foregoing instrument was acknowledged before me this 26 day of March, 2005, by Rasesh H. Shah, the President, Rail Group of The Andersons, Inc., an Ohio corporation, on behalf of the corporation.



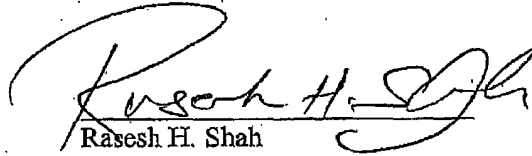
Julie Ann Dibble
Notary Public
JULIE ANN DIBBLE
Notary Public, State of Ohio
Commission Expires 6-20-05

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EXHIBIT "A"					
OmniSource Corporation					
107 Gondolas					
Deal #R00697					
1	AEX 002008	37	AEX 002016	73	AEX 002083
2	AEX 002010	38	AEX 002017	74	AEX 002084
3	AEX 002011	39	AEX 002019	75	AEX 002085
4	AEX 002013	40	AEX 002020	76	AEX 002086
5	AEX 002014	41	AEX 002024	77	AEX 002087
6	AEX 002018	42	AEX 002027	78	AEX 002088
7	AEX 002025	43	AEX 002028	79	AEX 002092
8	AEX 002038	44	AEX 002032	80	AEX 002093
9	AEX 002049	45	AEX 002033	81	AEX 002097
10	AEX 002058	46	AEX 002035	82	AEX 002099
11	AEX 002064	47	AEX 002037	83	AEX 002100
12	AEX 002078	48	AEX 002039	84	AEX 002102
13	AEX 002089	49	AEX 002040	85	AEX 002104
14	AEX 002090	50	AEX 002041	86	AEX 002106
15	AEX 002091	51	AEX 002043	87	AEX 002107
16	AEX 002094	52	AEX 002044	88	AEX 002108
17	AEX 002095	53	AEX 002045	89	AEX 002109
18	AEX 002098	54	AEX 002046	90	AEX 002110
19	AEX 002101	55	AEX 002048	91	AEX 002111
20	AEX 002105	56	AEX 002050	92	AEX 002113
21	AEX 002112	57	AEX 002051	93	AEX 002114
22	AEX 002116	58	AEX 002053	94	AEX 002115
23	AEX 002117	59	AEX 002054	95	AEX 002118
24	AEX 002121	60	AEX 002059	96	AEX 002120
25	AEX 002123	61	AEX 002060	97	AEX 002122
26	AEX 002125	62	AEX 002061	98	AEX 002124
27	AEX 002128	63	AEX 002063	99	AEX 002126
28	AEX 002130	64	AEX 002066	100	AEX 002127
29	AEX 002131	65	AEX 002067	101	AEX 002129
30	AEX 002133	66	AEX 002074	102	AEX 002132
31	AEX 002137	67	AEX 002075	103	AEX 002134
32	AEX 002138	68	AEX 002077	104	AEX 002135
33	AEX 002001	69	AEX 002079	105	AEX 002139
34	AEX 002004	70	AEX 002080	106	AEX 002140
35	AEX 002005	71	AEX 002081	107	AEX 002141
36	AEX 002006	72	AEX 002082		

CERTIFICATION

The undersigned hereby certifies that the attached Rider, Rider Deal #R00697 dated March 23, 2005 is a true and accurate copy of The Andersons, Inc.'s Rider to The Andersons Full Service Lease Agreement dated August 15, 2003, between The Andersons, Inc. as Lessor and OmniSource Corporation, as Lessee.

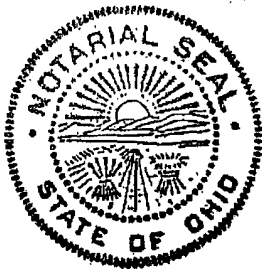

Rasesh H. Shah

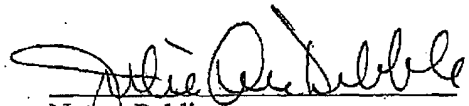
President, Rail Group

STATE OF OHIO)
COUNTY OF LUCAS)ss:

Before me, a Notary Public, in and for said county and state, personally appeared Rasesh H. Shah, President, Rail Group, and he being thereunto duly authorized, did sign the foregoing instrument in behalf of said corporation and by authority of its board of directors and that the same is the free act and deed of said officer and of said corporation.

In Testimony Whereof, I have hereunto set my hand and official seal at Maumee, Ohio this 28th day of March, 2005.




Notary Public
My commission expires

JULIE ANN DIBBLE
Notary Public, State of Ohio
Commission Expires 8-20-05

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 29 September, 2005



Robert W. Alvord